

**DECLARATION AND POWER OF ATTORNEY**

I, Terry J. Johnson, residing and having a post office address of 1 East Schiller Street, Chicago, Illinois 60610, declare that I am a citizen of the United States of America. I believe that I am the original, first and sole inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled:

**"REFRIGERATED MERCHANDISING APPARATUS"**

the specification of which is being filed concurrently herewith, and identified by Attorney Docket No. 27339.00.8007.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendments referred to above.

I acknowledge the duty to disclose information which is material to the patentability of this application in accordance with Title 37, Code of Federal Regulations, Section 1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code, Section 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed: NONE

I hereby claim the benefit under Title 35, United States Code, Section 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first

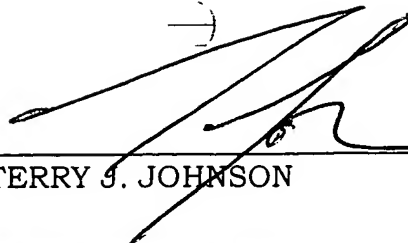
paragraph of Title 35, United States Code, Section 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, Section 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application: NONE

The undersigned hereby appoints Angelo J. Bufalino, Reg. No. 29,622, James T. FitzGibbon, Reg. No. 20,592, Richard A. Zachar, Reg. No. 25,560, Ludwig E. Kolman, Reg. No. 32,473, Joseph P. Krause, Reg. No. 32,578, Christopher J. Reckamp, Reg. No. 34,414, Robert Beiser, Reg. No. 28,687, Michael J. Turgeon, Reg. No. 39,404, Timothy J. Bechen, Reg. No. 48,126, and Brent Boyd, Reg. No. 51,020, its attorneys, with full power of substitution and revocation, to prosecute this application, to make alterations and amendments therein, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Letters Patent. Please address all correspondence to:

Richard A. Zachar, Esq.  
VEDDER PRICE KAUFMAN & KAMMHOLZ  
222 N. LaSalle Street, Suite 2400  
Chicago, Illinois 60601

The undersigned declares further that all statements made herein of his own knowledge are true and that all statements made herein of his information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Dated: Feb. 5, 2003

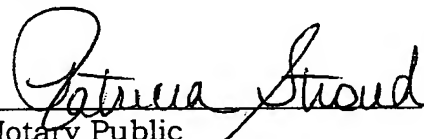
  
TERRY J. JOHNSON

STATE OF ILLINOIS )  
COUNTY OF DeKalb ) SS



I, Patricia Stroud, a Notary Public in and for the county and state aforesaid, do hereby certify that Terry J. Johnson, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 5th day of February, 2003.

  
Notary Public

My Commission Expires:

07/30/05

SEAL



**ASSIGNMENT**

WHEREAS, Terry J. Johnson, residing and having a post office address of 1 East Schiller Street, Chicago, Illinois 60610, (hereinafter called the "Assignor"), has made a new and useful invention and improvement in:

**"REFRIGERATED MERCHANDISING APPARATUS"**

for a full description of which reference is hereby made to an application for Letters Patent of the United States, executed on February 5, 2003 by said Assignor and identified as Atty. Docket No. 27330.00.8007.

WHEREAS, Gamon Plus, Inc., an Illinois corporation, having a place of business at 1601 Lively Boulevard, Elk Grove Village, Illinois 60007, (hereinafter called "Assignee") is desirous of acquiring the entire right, title and interest in and to said invention, to the application above identified, and in, to and under Letters Patent which may be obtained for said invention, and to other applications or patents covering said invention, as hereinafter more fully set forth;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged by said Assignor, the Assignor has sold, assigned, and transferred, and by these presents does sell, assign, and transfer unto the said Assignee, the entire right, title and interest for the United States in and to the invention and application hereinabove identified, and in and to any and all divisional, continuation, continuation-in-part, reissue or reexamination applications, and in and to any Letters Patent of the United States that may


issue (or reissue) for said invention on any one or more of said applications, together with the entire right, title and interest in and to said invention and related or counterpart applications for Letters Patent and Letters Patent therefor in all countries foreign to the United States, including the right to claim priority under the International Convention for the Protection of Industrial Property and other agreements and treaties of like purpose; to have and to hold for the sole and exclusive use and benefit of the said Assignee, its successors and assigns, to the full end of the term or terms for which any and all of said Letters Patent for said invention may issue.

And the Assignor does hereby covenant and agree, for himself and his legal representative, that he will assist his said Assignee in the prosecution of any of the applications herein referred to; in the making and prosecution of any other applications for Letters Patent that the said Assignee may elect to make covering the invention herein referred to, including any divisional, continuation, or continuation-in-part application; or any application to reexamine or reissue any patent referred to herein; in vesting in the said Assignee exclusive title in and to all applications and Letters Patent referred to herein; and in the prosecution of any interference, infringement or other action which may arise involving said invention or any claim thereto or thereunder, or any application or Letters Patent herein referred to; and he will execute and deliver to the said Assignee any and all additional papers which may be requested by said Assignee to vest title in said Assignee in the United States and in countries foreign thereto, and will otherwise fully carry out the terms of this agreement.

And the Commissioner of Patents and Trademarks is hereby authorized and requested to issue Letters Patent to the said Assignee in accordance with the terms of this Assignment.

IN TESTIMONY WHEREOF, the said Assignor has hereunto set his hand and affixed his seal.

Dated: Feb. 5, 03

  
TERRY J. JOHNSON

STATE OF Illinois )  
COUNTY OF DuPage ) SS

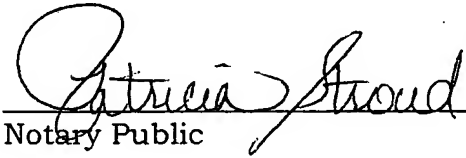


I, Patricia Stroud, a Notary Public in and for the county and state aforesaid, do hereby certify that Terry J. Johnson, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 5<sup>th</sup> day of February, 2003.

My Commission Expires:

07/30/05

  
Notary Public